

UNITED STATES BANKRUPTCY COURT District of Minnesota					VOLUNTARY PETITION				
Name of Debtor (if individual, enter Last, First, Middle): <b>WAGSTAFF MANAGEMENT CORPORATION</b>					Name of Joint Debtor (Spouse) (Last, First, Middle):				
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):				
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>77-0428827</b>					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):				
Street Address of Debtor (No. and Street, City, and State): <b>1635 N. REDINGTON ST., HANFORD, CA</b> <div style="text-align: right;">ZIP CODE <b>93230</b></div>					Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>				
County of Residence or of the Principal Place of Business: <b>KINGS COUNTY, CALIFORNIA</b>					County of Residence or of the Principal Place of Business:				
Mailing Address of Debtor (if different from street address): <b>P.O. BOX 1778 HANFORD, CA</b> <div style="text-align: right;">ZIP CODE <b>93232</b></div>					Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>				
Location of Principal Assets of Business Debtor (if different from street address above): <b>See attached list of locations</b> <div style="text-align: right;">ZIP CODE</div>									
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <b>Restaurant</b>  <input type="checkbox"/> Tax-Exempt Entity (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</b>  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding			<b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.		
<b>Filing Fee (Check one box.)</b>  <input type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.					<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).  <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).				
<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.								<b>THIS SPACE IS FOR COURT USE ONLY</b>  <i>Received US Bankruptcy Court, Dist. of Minnesota 4/30/14 2:20 PM Hon. Lou Albano Clerk of Court by Nancy Brief Deputy Clerk</i>	
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000									
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>WAGSTAFF MANAGEMENT CORPORATION</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)			
Name of Debtor: <b>See attached list of affiliated debtors</b>	Case Number:	Date Filed:	
District: <b>District of Minnesota</b>	Relationship: <b>Affiliate</b>	Judge:	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).  X _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>  Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?  <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>  (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)  <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.  If this is a joint petition:  <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)  <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.  <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.  <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)  <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  <div style="text-align: center;">           _____            (Name of landlord that obtained judgment)         </div> <div style="text-align: center;">           _____            (Address of landlord)         </div> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and  <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.  <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s) <b>WAGSTAFF MANAGEMENT CORPORATION</b>
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p>X <u>/s/ Scott F. Gaulier</u> Signature of Attorney for Debtor(s) <u>Scott F. Gaulier</u> Printed Name of Attorney for Debtor(s) <u>Peitzman, Weg &amp; Kempinsky LLP</u> Firm Name <u>2029 Century Park East, Suite 31007</u> <u>Los Angeles, CA 90067</u> Address <u>(310) 552-3100</u> Telephone Number _____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>_____ Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>	
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Denman E. Wagstaff</u> Signature of Authorized Individual <u>DENMAN E. WAGSTAFF</u> Printed Name of Authorized Individual <u>PRESIDENT</u> Title of Authorized Individual <u>41301200</u> Date</p>		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>Wagstaff Management Corporation</b>	
<b>Signatures</b>			
<b>Signature(s) of Debtor(s) (Individual/Joint)</b>  I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).  I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.  X _____ Signature of Debtor  X _____ Signature of Joint Debtor  Telephone Number (if not represented by attorney) _____  Date _____		<b>Signature of a Foreign Representative</b>  I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.  (Check only one box.) <input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.  <input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.  X _____ (Signature of Foreign Representative)  _____ (Printed Name of Foreign Representative)  _____ Date	
X _____ Signature of Attorney* <b>James L. Baillie</b> Printed Name of Attorney for Debtor(s) <b>Fredrikson &amp; Byron, P.A.</b> Firm Name <b>200 South Sixth Street, Suite 4000</b> <b>Minneapolis, MN 55402</b> Address <b>(612) 492-7013</b> Telephone Number <b>04/30/2011</b> Date  <small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small>		<b>Signature of Non-Attorney Bankruptcy Petition Preparer</b>  I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.  _____ Printed Name and title, if any, of Bankruptcy Petition Preparer  _____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)  _____ Address  X _____ Date  Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.  Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.  If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.  <i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i>	
<b>Signature of Debtor (Corporation/Partnership)</b>  I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.  The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.  X _____ Signature of Authorized Individual  Printed Name of Authorized Individual _____ Title of Authorized Individual _____ Date _____			

## ANNEX I

### WAGSTAFF MANGEMENT CORPORATION LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR:

Location	Address	City	State	ZIP
62-Hanford	412 N. Redington	Hanford	CA	93230
63-Paso Robles	2405 Riverside Dr.	Paso Robles	CA	93446
64-Lemoore	1019 N. Lemoore Ave.	Lemoore	CA	93245
65-Atascadero	4500 San Palo Rd.	Atascadero	CA	93422
78-Union	1400 Union Ave.	Bakersfield	CA	93305
82-White & Ash	6320 White Ln.	Bakersfield	CA	93309
72-Taft	1117 Kern St.	Taft	CA	93268
73-Lamont	10601 Main St.	Lamont	CA	93241
75-Airport	703 Airport Dr.	Bakersfield	CA	93308
76-Rosedale	9606 Rosedale Hwy.	Bakersfield	CA	93312
77-Columbus	2402 Columbus	Bakersfield	CA	93306
79-Brundage	3011 Brundage Ln.	Bakersfield	CA	93304
80-Vernon	1221 Mt. Vernon Ave.	Bakersfield	CA	93306
81-White	1449 White Ln.	Bakersfield	CA	93307
83-Panama	2700 Panama Ln.	Bakersfield	CA	93313
52-Muldoon	100 Muldoon Rd.	Anchorage	AK	99504
53-Northern Lights	113 W. N.Lights Ste N	Anchorage	AK	99503
54-Bragaw	3922 San Jeronimo	Anchorage	AK	99508
55-Abbott	1751 Abbott Rd.	Anchorage	AK	99507
57-Tudor	4315 Old Seward Highway	Anchorage	AK	99503
58-Lake Otis	2514 E. Tudor Rd.	Anchorage	AK	99507

## **Annex II**

### **Affiliated Debtors**

On the date hereof, each of the affiliated entities listed below also filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Minnesota. Such entities have filed or shortly will file a motion requesting that their Chapter 11 cases be consolidated for procedural purposes only and jointly administered.

Wagstaff Minnesota, Inc.	Affiliate
Wagstaff Properties Minnesota, LLC	Affiliate
Wagstaff Properties, LLC	Affiliate
D&D Food Management Inc.	Affiliate
D&D Idaho Foods, Inc.	Affiliate
D&D Property Investments Inc.	Affiliate
Wagstaff Texas, Inc.	Affiliate
Wagstaff Properties Texas, LLC	Affiliate
Wagstaff-Atte Alaska, Inc.	Affiliate
Wagstaff-Atte Alaska, LLC	Affiliate
A D Bakes, Inc.	Affiliate

Debtor: **Wagstaff Management Corporation**

Case No. (if known):

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim [if secured also state value of security]
1 MCLANE FOODSERVICE, INC FILE 2721 LOS ANGELES, CA 90074-2721		Trade		183,255.61
2 KFC NATIONAL COUNCIL AND ADVERTISING COOPERATIVE, INC. 1441 GARDINER LANE LOUISVILLE, KY 40213		Advertising		89,279.48
3 KENTUCKY FRIED CHICKEN 1441 GARDINER LANE LOUISVILLE, KY 40213		Royalties		52,427.84
4 FCC COMMERCIAL FURNITURE 8452 OLD HWY 99 NORTH ROSEBURG, OR 97470	800.322.7328 541.873.7441	Trade		12,800.00
5 DIRECT ENERGY BUSINESS - DALLAS P.O. BOX 676863 DALLAS, TEXAS 75267-6863	1-888-925-9115	Trade		10,956.23
6 CEMACE'S, INC 7309 SUMMITVIEW DR IRVING, TX 75063		Trade		10,919.49
7 UNIFIED FOOD SERVICE PURCHASING COOP, LLC P.O. BOX 32033 LOUISVILLE, KY 40232	502-896-5900	Trade		3,834.33
8 COMSTOCK SIGN COMPANY 10010 ROSEDALE HWY #7 BAKERSFIELD, CA 93312	661-588-9900 661-588-9697	Trade		1,851.18
9 TRENDSCO SUPPLY, INC. P.O. BOX 630419 CINCINNATI, OHIO 45263-0419	Donna 513-752-1871 x110	Trade		1,527.72
10 PRIMESOURCE FOODSERVICE EQUIPMENT, INC. P.O. BOX 671679 DALLAS, TX 75267-1679	Angela Smith 214-273-4931 214-273-4953	Trade		1,023.39

Debtor: **Wagstaff Management Corporation**

Case No. (if known):

Chapter 11

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim [if secured also state value of security]
11 UNITED REFRIGERATION INC. P.O. BOX 678458 DALLAS, TX 75267-8458	Heather 1-800-258-2447 x14	Trade		772.70
12 BAKERSFIELD GLASS & WINDOW, INC. 1030 ALTA VISTA DRIVE BAKERSFIELD, CA 93305	661-327-1965 661-327-2093	Trade		769.36
13 FRANKE RESUPPLY SYSTEMS, INC. 8007 INNOVATION WAY CHICAGO, IL 60682-0080	615-793-5990 615-793-5940	Trade		605.72
14 AMERIPRIDE UNIFORM SERVICE P.O. BOX 130 BEMIDJI, MN 56619-0130	800-675-6362 218-751-3260	Trade		601.30
15 SHAW INVESTIGATION & RESEARCH P.O. BOX 716 PROVO, UTAH 84603		Trade		600.00
16 NEW CREATION LANDSCAPING 8800 CURBURIL AVENUE ATASCADERO, CA 93422	805-423-6745	Trade		600.00
17 PITNEY BOWES MANAGEMENT SERVICES P.O. BOX 845801 DALLAS, TX 75284-5801	888-342-5532	Trade		406.40
18 STOCKDALE TILE 6301 DISTRICT BLVD. BAKERSFIELD, CA 93313	661-398-6000 661-398-0749	Trade		348.07
19 QUALITY PUMPING, 12221 CLEMENTA AVENUE, BAKERSFIELD, CA 93312	661-345-4828	Trade		300.00
20 SIMON AND SON PUMPING AND BACKHOE, 8916 HOUSTON AVE, HANFORD, CA 93230	559-584-8255	Trade		285.00

I declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: 4-30-11

Signature 

Denman E. Wagstaff, President  
Print Name and Title

United States Bankruptcy Court  
District of Minnesota

In re Wagstaff Management Corporation

Debtor(s)

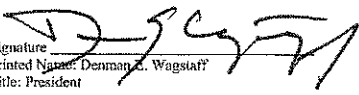
Case No. \_\_\_\_\_

Chapter 11

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the company named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims and that it is true and correct to the best of my information and belief. If additional information becomes known as a result of the ongoing review of the Debtor's books and records, the List will be promptly amended.

Date: April 29, 2011

Signature   
Printed Name: Denman E. Wagstaff  
Title: President

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both, 18 U.S.C. §§ 152 and 3571.

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA**

In re:

Wagstaff Management Corporation,

Case No. \_\_\_\_\_

Chapter 11 Case

Debtor.

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**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

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I, Denman E. Wagstaff, declare under penalty of perjury that I am the President of Wagstaff Management Corporation, a California corporation, and that on April 29, 2011 the following resolution was duly adopted by the Board of Directors of this corporation:

**"WHEREAS**, the Board has determined that it is in the best interests of the Company, its creditors, stockholders and other interested parties for the Company to file a voluntary petition for relief, under chapter 11 of title 11, United States Code (the "Bankruptcy Code"); therefore, it is

**RESOLVED**, that the Company be, and hereby is, authorized to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code; and it is

**RESOLVED**, that Denman E. Wagstaff, in his capacity as President of the Company, be and hereby is authorized to:

- a. Execute and verify or certify on behalf of the Company and any and all of its subsidiaries petitions under chapter 11 and to cause the same to be filed in the appropriate United States Bankruptcy Court at such time as he shall determine is appropriate; and
- b. Execute and file, or cause to be executed and filed, all petitions, schedules, lists, statements and other papers, and to take or direct any and all action that he deems necessary, proper, or desirable in connection with the chapter 11 case for the Company or any of its subsidiaries with view toward the successful completion of the case or cases; and
- c. Take or direct all actions, including, without limitation, the retention of counsel, accountants and such other professional persons on such terms and conditions as may be necessary or appropriate, and to exercise all rights, claims, remedies, privileges, and to perform, or cause to be performed, all duties and obligations, as the Company or any of its subsidiaries may have as a debtor under chapter 11 of the Bankruptcy Code and related rules, and to execute and deliver, or cause to be executed and delivered, all instruments, petitions, agreements, certificates and documents in connection therewith, in the name of and on behalf of the Company or any of its subsidiaries, as in his judgment may be necessary or appropriate to carry out the intent and to accomplish the purpose of these resolutions; and it is

**RESOLVED**, that the Company be, and hereby is, authorized to employ the law firm of Peitzman, Weg & Kempinsky LLP, or such other firm as may be appropriate, to represent the Company as bankruptcy counsel in the chapter 11 case for the Company and its affiliates."

Executed on: April 29, 2011

Signed:   
Denman E. Wagstaff, President

LOCAL RULE REFERENCE: 1008-1

United States Bankruptcy Court  
District of Minnesota

In re Wagstaff Management Corporation

Debtor(s)

Case No. \_\_\_\_\_

Chapter

11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

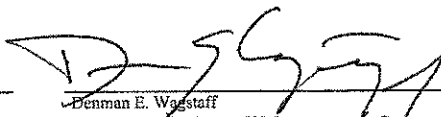
Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned President for Wagstaff Management Corporation in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Wagstaff Management Corporation

☐ None [Check if applicable]

April 29, 2011

Date

  
Denman E. Wagstaff

President of Wagstaff Management Corporation

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA

In re:

Wagstaff Management Corporation  
Debtor(s).

**SIGNATURE DECLARATION**

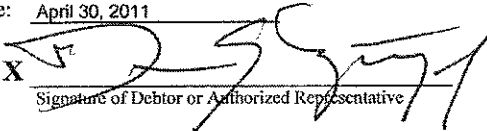
Case No. \_\_\_\_\_

- ☐ PETITION, SCHEDULES & STATEMENTS  
☐ CHAPTER 13 PLAN  
☐ SCHEDULES AND STATEMENTS ACCOMPANYING VERIFIED CONVERSION  
☐ AMENDMENT TO PETITION, SCHEDULES & STATEMENTS  
☐ MODIFIED CHAPTER 13 PLAN  
☒ OTHER (Please describe: Partial Chapter 11 Case)

We, the undersigned debtor(s) or authorized representative of the debtor, ***make the following declarations under penalty of perjury:***

- The information I have given my attorney and provided in the electronically filed petition, statements, schedules, amendments, and/or chapter 13 plan, as indicated above, is true and correct;
- The information provided in the "Debtor Information Pages" submitted as a part of the electronic commencement of the above-referenced case is true and correct;
- [individual debtors only] If no Social Security Number is included in the "Debtor Information Pages" submitted as a part of the electronic commencement of the above-referenced case, it is because I do not have a Social Security Number;
- I consent to my attorney electronically filing with the United States Bankruptcy Court my petition, statements and schedules, amendments, and/or chapter 13 plan, as indicated above, together with a scanned image of this Signature Declaration and the completed "Debtor Information Pages," if applicable; and
- [corporate and partnership debtors only] I have been authorized to file this petition on behalf of the debtor.

Date: April 30, 2011

X   
\_\_\_\_\_  
Signature of Debtor or Authorized Representative

Denman E. Wagstaff, President

\_\_\_\_\_  
Printed Name of Debtor or Authorized Representative

\_\_\_\_\_  
Printed Name of Joint Debtor

Form ERS 1 (Rev. 10/03)

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